八方金融有限公司
OCTAL Capital Limited

結好證券有限公司
GET NICE SECURITIES LIMITED

To the Independent Shareholders,

24 September 2026

Dear Sir/Madam,

**MANDATORY UNCONDITIONAL CASH OFFER BY
OCTAL CAPITAL LIMITED AND GET NICE SECURITIES LIMITED
FOR AND ON BEHALF OF
GRAND JUNCTION INTELLIGENCE CO., LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
SUPERLAND GROUP HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED AND/OR AGREED
TO BE ACQUIRED BY GRAND JUNCTION INTELLIGENCE CO., LIMITED
AND PARTIES ACTING IN CONCERT WITH IT)**

INTRODUCTION

Reference is made to the Joint Announcement in relation to, among others, the Sale and Purchase Agreement and the Offer. Unless the context requires otherwise, terms defined in this Composite Document shall have the same meanings when used herein.

As disclosed in the Joint Announcement, on 27 July 2026 (after trading hours), the Offeror and STFV (as purchasers) entered into the Sale and Purchase Agreement with the Selling Shareholder (as vendor) for the acquisition of 600,000,000 Shares in aggregate, comprising (i) acquisition of 440,000,000 Shares by the Offeror (representing 55.00% of the total issued share capital of the Company as at the Latest Practicable Date) and (ii) acquisition of 160,000,000 Shares by STFV (representing 20.00% of the total issued share capital of the Company as at the Latest Practicable Date), from the Selling Shareholder at a total Consideration of HK$225,000,000 (equivalent to Consideration of HK$0.375 per Share). Completion took place on the Completion Date, being 3 August 2026. Immediately after Completion, the Selling Shareholder ceased to be a Shareholder.

Immediately prior to Completion, none of the Offeror, its ultimate beneficial owner and any parties acting in concert with it (including STFV) owns, controls or has direction over any Share or other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company. Immediately following Completion and as at the Latest Practicable Date, the Offeror, its ultimate beneficial owner and any parties acting in concert with it (including STFV) are in aggregate interested in 600,000,000 Shares, representing 75% of the total issued share capital of the Company. Save for the above, none of the Offeror, its ultimate beneficial owner and any parties acting in concert with it (including STFV) was interested in any other Shares as at the Latest Practicable Date.

Pursuant to Rule 26.1 of the Takeovers Code, the Offeror is required to make the Offer for all the issued Shares not already owned or agreed to be acquired by the Offeror, its ultimate beneficial owner and any parties acting in concert with it (including STFV).

This letter forms part of this Composite Document and sets out, among other things, the principal terms of the Offer, together with the information on the Offeror and the Offeror's intentions regarding the Group. Further details of the Offer are also set out in Appendix I to this Composite Document and the accompanying Form of Acceptance. Your attention is also drawn to the "Letter from the Board", the "Letter from the Independent Board Committee" to the Shareholders and the "Letter from the Independent Financial Adviser" to the Independent Board Committee as contained in this Composite Document.

The Independent Shareholders are strongly advised to consider carefully the information contained in the "Letter from the Board", the "Letter from the Independent Board Committee" and the "Letter from the Independent Financial Adviser", the accompanying Form of Acceptance and the appendices which form part of this Composite Document and to consult their professional advisers if in doubt before reaching a decision as to whether or not to accept the Offer.

THE OFFER

Principal terms of the Offer

The Joint Offer Agents for and on behalf of the Offeror and in compliance with the Takeovers Code, are making the Offer on the following basis:

The Offer

For each Offer Share .... HK$0.375 in cash

The Offer Price of HK$0.375 per Offer Share under the Offer is equal to the price per Sale Share paid by the Offeror and STFV (a party acting in concert with the Offeror) for the 600,000,000 Sale Shares in aggregate under the Sale and Purchase Agreement.

The Offer is unconditional in all respects and is not conditional upon acceptances being received in respect of a minimum number of Shares or any other conditions. The Offer is extended to all Shareholders other than the Offeror and any parties acting in concert with it (including STFV) in accordance with the Takeovers Code.

The Offeror confirms that the Offer Price is final and will not be increased.

The Company confirms that as at the Latest Practicable Date, (i) it has not declared any dividend which is not yet paid; and (ii) it does not have any intention to declare or pay any future dividend or make other distributions prior to and including the date of closing of the

Offer. If, after Latest Practicable Date, any dividend or other distribution is made or paid in respect of the Offer Shares, the Offeror will reduce the Offer Price by an amount equal to the gross amount of such dividend or other distribution receivable by the Independent Shareholders pursuant to Note 3 to Rule 26.3 and Note 11 to Rule 23.1 of the Takeovers Code. The Offer is unconditional in all aspects.

Shareholders and potential investors should be aware that, following the making of this statement, the Offeror will not be allowed to increase the Offer Price and the Offeror does not reserve the right to increase the Offer Price.

The procedures for acceptance and further details of the Offer are set out in Appendix I to this Composite Document and the accompanying Form of Acceptance.

Comparison of value

The Offer Price of HK$0.375 per Offer Share represents:

(a) a discount of approximately 89.11% to the closing price of HK$3.445 per Share as quoted on the Stock Exchange on the Latest Practicable Date;

(b) a discount of approximately 79.17% to the closing price of HK$1.800 per Share as quoted on the Stock Exchange on the Last Trading Day (i.e., 27 July 2026);

(c) a discount of approximately 80.77% to the average closing price of approximately HK$1.950 per Share based on the daily closing prices as quoted on the Stock Exchange for the five (5) consecutive trading days immediately prior to and including the Last Trading Day;

(d) a discount of approximately 80.59% to the average closing price of approximately HK$1.932 per Share based on the daily closing prices as quoted on the Stock Exchange for the 10 consecutive trading days immediately prior to and including the Last Trading Day;

(e) a discount of approximately 83.61% to the average closing price of approximately HK$2.288 per Share based on the daily closing prices as quoted on the Stock Exchange for the 30 consecutive trading days immediately prior to and including the Last Trading Day;

(f) a premium of approximately 31.12% over the audited consolidated net assets per Share of approximately HK$0.286 as at 31 December 2025, which was calculated based on the audited consolidated net asset value attributable to owners of the Company of approximately HK$228,949,000 as at 31 December 2025 (the date on which the latest audited financial results of the Group were made up) and 800,000,000 Shares in issue as at the Latest Practicable Date; and

(g) a premium of approximately 25.42% over the unaudited consolidated net assets per Share of approximately HK$0.299 as at 30 June 2026, which was calculated based on the unaudited consolidated net asset value attributable to owners of the Company of approximately HK$238,824,000 as at 30 June 2026 (the date on which the latest unaudited financial results of the Group were made up) and 800,000,000 Shares in issue as at the Latest Practicable Date.

Highest and lowest Share Prices

During the Relevant Period, the lowest closing price of the Shares as quoted on the Stock Exchange was HK$0.475 per Share on 23 March 2026, 24 March 2026, 25 March 2026 and 26 March 2026 and the highest closing price of the Shares as quoted on the Stock Exchange was HK$6.3 per Share on 11 August 2026.

Total consideration of the Offer

As at the Latest Practicable Date, the Company has 800,000,000 Shares in issue. On the basis of the Offer Price being HK$0.375 per Offer Share, the total issued share capital of the Company would be valued at HK$300,000,000.

Save for the 600,000,000 Shares in aggregate held by the Offeror and the parties acting in concert with it (comprising 440,000,000 Shares held by the Offeror and 160,000,000 Shares held by STFV), and assuming that there will be no change in the total issued share capital of the Company up to the close of the Offer, a total of 200,000,000 Shares (representing 25.00% of the total issued share capital of the Company as at the Latest Practicable Date) will be subject to the Offer and the maximum cash consideration payable by the Offeror under the Offer would be HK$75,000,000 based on the Offer Price of HK$0.375 per Offer Share.

As at the Latest Practicable Date, the Company has 800,000,000 Shares in issue and the Company does not have any other outstanding Shares, options, warrants, derivatives or other securities which are convertible or exchangeable into Shares or other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) and has not entered into any agreement for the issue of such options, derivatives, warrants or other relevant securities which are convertible or exchangeable into Shares.

The Offer is made to the Independent Shareholders. The Offer Shares to be acquired under the Offer shall be fully paid and free from all Encumbrances and together with all rights and benefits attached thereto, including all rights to any dividend or other distribution declared, made or paid on or after the date on which the Offer is made, that is, the date of despatch of this Composite Document.

Confirmation of financial resources

The maximum amount of cash payable by the Offeror in respect of full acceptances of the Offer is HK$75,000,000, assuming there is no change in the issued share capital of the Company from the Latest Practicable Date up to the close of the Offer.

The Offeror intends to finance the maximum payment obligations payable for the Offer in full by its own financial resources.

Octal Capital, being the financial adviser to the Offeror in respect of the Offer, is satisfied that sufficient financial resources are, and will remain, available to the Offeror to satisfy the consideration payable upon full acceptance of the Offer.

Closing of the Offer

In accordance with Rule 15.1 of the Takeovers Code, the Closing Date will fall on or after the 21st day after the date of this Composite Document.

Effect of accepting the Offer

Acceptance of the Offer by any Independent Shareholders will be deemed to constitute a warranty by such person that all the Shares sold by such person under the Offer are fully paid and free from all Encumbrances and with all rights and benefits at any time accruing and attached to them, including but not limited to the rights to receive all dividends and distributions declared, made or paid on or after the date on which the Offer is made, being the date of despatch of this Composite Document.

The Offer is unconditional in all respects and is not conditional upon acceptances being received in respect of a minimum number of Offer Shares. Acceptance of the Offer will be irrevocable and not capable of being withdrawn, except as permitted under the Takeovers Code, details of which are set out in the paragraph headed "4. Right of Withdrawal" in Appendix I to this Composite Document.

Payment

Payment in cash in respect of acceptance of the Offer will be made as soon as possible but, in any event, no later than seven (7) business days (as defined in the Takeovers Code) after the date on which the duly completed and valid acceptance of the Offer is received in accordance with Rule 20.1 of the Takeovers Code. Relevant document(s) evidencing title in respect of such acceptance must be received by or on behalf of the Offeror (or its agent) to render each such acceptance of the Offer complete and valid in accordance with Note 1 to Rule 30.2 of the Takeovers Code.

No fractions of a Hong Kong cent will be payable and the amount of the consideration payable to a Shareholder who accepts the Offer will be rounded up to the nearest Hong Kong cent.

Hong Kong stamp duty

In Hong Kong, seller's ad valorem stamp duty arising in connection with acceptance of the Offer will be payable by the relevant Independent Shareholders at a rate of 0.1% of (i) the market value of the Offer Shares; or (ii) the consideration payable by the Offeror in respect of the relevant acceptance of the Offer, whichever is higher, and will be deducted from the cash amount payable by the Offeror to the Independent Shareholders who accept the Offer.

The Offeror will arrange for payment of the seller's ad valorem stamp duty on behalf of the Independent Shareholders accepting the Offer and will pay the buyer's ad valorem stamp duty in connection with the acceptance of the Offer and the transfer of the relevant Offer Shares in accordance with the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong).

Overseas Shareholders

The Offeror intends to make the Offer available to all the Independent Shareholders. As the Offer to persons not being resident in Hong Kong may be affected by the laws of the relevant jurisdiction in which they are resident, Overseas Shareholders who are citizens, residents or nationals of a jurisdiction outside Hong Kong should observe any applicable legal or regulatory requirements and, where necessary, seek legal advice. It is the sole responsibility of the Overseas Shareholders who wish to accept the Offer to satisfy themselves as to the full observance of the laws and regulations of the relevant jurisdictions in connection with the acceptance of the Offer (including the obtaining of any governmental, exchange control or other consent which may be required, the compliance with other necessary formalities and the payment of any transfer or other taxes due in respect of such jurisdictions).

Any acceptance of the Offer by such Overseas Shareholders will be deemed to constitute a representation and warranty from such Overseas Shareholders to the Offeror that the applicable local laws and requirements have been complied with. The Overseas Shareholders should consult their professional advisers if in doubt.

Based on the register of members of the Company, as at the Latest Practicable Date, there were no Overseas Shareholders.

Taxation Advice

The Independent Shareholders are recommended to consult their own professional advisers if they are in any doubt as to the taxation implications of accepting or rejecting the Offer. None of the Offeror, its ultimate beneficial owner, and any parties acting in concert with it, the Company, the Selling Shareholder, Octal Capital, Get Nice, the Independent Financial Adviser, the Registrar and (as the case may be) their respective ultimate beneficial owners, directors, officers, advisers, agents or associates or any other person involved in the Offer accepts responsibility for any taxation effects on, or liabilities of, any persons as a result of their acceptance or rejection of the Offer.

INFORMATION ON THE GROUP

The Company is a company incorporated in the Cayman Islands on 11 July 2019 as an exempted company with limited liability and its Shares have been listed on the Stock Exchange since 17 July 2020. The Group principally engaged in the provision of fitting-out services and repair and maintenance services to residential and commercial properties in Hong Kong.

Further information on the Group is set out in the paragraph headed "Information on the Group" in the "Letter from the Board" as contained in this Composite Document. Financial Information of the Group is set out in Appendix II to this Composite Document.

INFORMATION ON THE OFFEROR

The Offeror is a company incorporated in the BVI with limited liability as an investment holding company. As at the Latest Practicable Date, the Offeror is directly wholly owned by Grown Long X (a company incorporated in the BVI with limited liability) which is in turn directly wholly owned by Mr. WT Pang. The sole director of the Offeror is Mr. YT Pang, brother of Mr. WT Pang.

Mr. WT Pang is the sole ultimate beneficial owner of the Offeror. Mr. WT Pang has over 10 years of experience in corporate management and private equity investment. Mr. WT Pang is currently a controlling shareholder of Grand Junction Semiconductor Pte. Ltd., an international semiconductor solution provider company headquartered in Singapore with R&D centers and manufacturing facilities in the PRC. Mr. WT Pang is also a substantial shareholder of Chengdu Tianfu Zhihua Technology Limited Company*, a leading full-stack physics AI agent supplier, providing solutions spanning from algorithms to hardware for sectors including autonomous driving, robotics, and low-altitude economy. Mr. YT Pang and Mr. WT Pang do not have any direct experience in the Group's principal business. However, as disclosed in the paragraph headed "Proposed Changes in Composition of the Board", one of the existing executive Directors or senior management will be responsible for managing the operation of the principal business of the Group.

Both Mr. WT Pang and Mr. YT Pang are optimistic on the business prospects of the Company and consider that the Acquisition could achieve long-term growth and returns, and aim to capture new development opportunities of the Group through strategic investments, driving synergistic growth and achieve mutual value creation across both their capital and the Group's core business.

The Offeror, its ultimate beneficial owner, and its sole director are Independent Third Parties prior to Completion.

Immediately before Completion, none of the Offeror, its ultimate beneficial owner, its sole director and the parties acting in concert with any of them held any Shares. Immediately after the Completion and as at the Latest Practicable Date, none of the Offeror, its ultimate beneficial owner, its sole director and the parties acting in concert with any of them held any Shares or other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company, save for (i) the 440,000,000 Sale Shares which the Offeror held; and (ii) the 160,000,000 Sale Shares which STFV held.

INFORMATION ON STFV

STFV is an investment holding company incorporated in the BVI with limited liability on 17 November 2020. As at the Latest Practicable Date, STFV is legally and beneficially wholly owned by Ms. Li.

* *For identification purpose only*

Ms. Li has over 5 years of experience in equity and fund investment in listed companies mainly in Hong Kong through STFV since 2020. Immediately before Completion, Ms. Li did not hold any direct or indirect interest in Shares. Ms. Li has no relevant experience in the Company's current principal business.

Ms. Li is optimistic on the business prospects of the Company and considers that the Acquisition could diversify her investment portfolio to achieve long-term growth and returns.

Save for being a party acting in concert with the Offeror under the Acquisition which involved the acquisition of the Sale Shares by the Offeror and STFV (which is legally and beneficially wholly owned by Ms. Li), Ms. Li does not have any relationship with the Offeror and/or its ultimate beneficial owner.

INTENTION OF THE OFFEROR REGARDING THE GROUP

Following the close of the Offer, it is the intention of the Offeror that the Group will continue with its existing principal business for long-term purposes. The Offeror does not intend to introduce any major changes to the existing operations and business of the Group after close of the Offer and will neither redeploy nor dispose of any of the assets (including fixed assets) of the Group other than in the ordinary course of business.

Nevertheless, following the close of the Offer, the Offeror will conduct a detailed review on the existing principal operations and business, and the financial position of the Group for the purpose of formulating business plans and strategies for the Group's long-term business development and will explore other business opportunities for the Group. Subject to the results of the review, and should suitable investment or business opportunities arise, the Offeror may consider whether any assets and/or business acquisitions or disposals by the Group will be appropriate in order to enhance its growth. Any acquisition or disposal of the assets or business of the Group, if any, will be conducted in compliance with the Listing Rules.

As at the Latest Practicable Date, no investment or business opportunity has been identified nor has the Offeror entered into any agreement, arrangement, understanding or negotiation in relation to the injection of any assets or business into the Group. As at the Latest Practicable Date, the Offeror has no intention, understanding, negotiation or arrangement to downsize, cease or dispose of any of the existing business of the Group.

PROPOSED CHANGES IN COMPOSITION OF THE BOARD

As at the Latest Practicable Date, the Board comprises two executive Directors, two non-executive Directors and three independent non-executive Directors. It is intended that all existing Directors will resign from the Board with effect from a date no earlier than that permitted under the Listing Rules and the Takeovers Code (i.e. after the publication of the closing announcement on the Closing Date), save for one existing executive Director will remain on the Board or a member of the existing senior management of the Group will be appointed to the Board, as the case may be. The said executive Director and the existing management have extensive experience in managing the operation of the existing business of the Group. The Offeror intends to nominate new director(s) to the Board with effect from a date which is no earlier than that permitted under the Listing Rules and the Takeovers Code or such later time as the Offeror considers to be appropriate. As at the Latest Practicable Date, the Offeror has not yet identified any suitable candidates for appointment as directors of the Board.

As at the Latest Practicable Date, the Offeror had not reached any final decision as to (i) the new Director(s) to be nominated; and (ii) the final composition of the Board. Any changes to the members of the Board will be made in compliance with the Takeovers Code, the Listing Rules and the articles of association of the Company, and further announcement(s) will be made in this regard in accordance with the Listing Rules as and when appropriate. Save for the Offeror's intention regarding the Group set out above, the Offeror has no intention to make material changes to the employment of the employees of the Group.

PUBLIC FLOAT AND MAINTAINING THE LISTING STATUS OF THE COMPANY

The Offeror intends to maintain the listing of the Shares on the Stock Exchange after the close of the Offer.

The Stock Exchange has stated that:

(a) if, at the close of the Offer, the Stock Exchange believes that:

    (i) a false market exists or may exist in the trading of the Shares; or

    (ii) an orderly market does not exist or may not exist,

    the Stock Exchange will consider exercising its discretion to suspend dealings in the Shares; and

(b) if, at the close of the Offer, the Company has a Significant Public Float Shortfall, then:

    (i) the Stock Exchange will add a designated marker to the stock name of the Shares; and

    (ii) the Stock Exchange will cancel the listing of the Shares if the Company fails to re-comply with Rule 13.32B of the Listing Rules for a continuous period of 18 months from the commencement of the Significant Public Float Shortfall.

The Offeror intends the Company to remain listed on the Stock Exchange. The director of the Offeror and the new Director(s) (if any) to be appointed to the Board will jointly and severally undertake to the Stock Exchange that if, at the close of the offer, the Company fails to comply with the requirement of Rule 13.32B of the Listing Rules, they will take appropriate steps to ensure the Company's compliance with Rule 13.32B at the earliest possible moment.

The Company will make an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 13.32B of the Listing Rules in case less than 25% of the issued share capital of the Company will be held by the public upon the close of the Offer in accordance with Rule 13.33 of the Listing Rules. Appropriate steps will be taken to ensure public float will be restored as soon as possible after the close of the Offer. The steps that the Offeror may take include but not limited to placing down or selling sufficient number of accepted Shares it acquired from the Offer to the Independent Third Parties or in the market. Further announcement(s) regarding the restoration of public float will be made by the Company as and when appropriate.

The Offeror does not intend to avail itself of any powers of compulsory acquisition of any Offer Share outstanding and not acquired under the Offer after the Closing Date.

ACCEPTANCE AND SETTLEMENT OF THE OFFER

Your attention is drawn to the further details regarding the procedures for acceptance and settlement of the Offer as set out in Appendix I to this Composite Document and the accompanying Form of Acceptance.

GENERAL

This Composite Document has been prepared for the purposes of complying with the laws of Hong Kong, the Takeovers Code, and the Listing Rules, and the information disclosed may not be the same as the information which would have been disclosed if this Composite Document had been prepared in accordance with the relevant laws of jurisdictions outside Hong Kong.

To ensure equality of treatment of all Independent Shareholders, those Independent Shareholders who hold the Shares as nominee for more than one beneficial owner should, as far as practicable, treat the holding of each beneficial owner separately. In order for the beneficial owners of the Shares, whose investments are registered in nominee names, to accept the Offer, it is essential that they provide instructions to their nominees of their intentions with regard to the Offer.

All documents and remittances will be sent to the Independent Shareholders by ordinary post at their own risk. These documents and remittances will be sent to them at their respective addresses as they appear in the register of members of the Company, or, in case of joint holders to the Independent Shareholder whose name appears first in the said register of members of the Company. None of the Offeror, and any parties acting in concert with any of them (including STFV), the Selling Shareholder, the Company, Octal Capital, Get Nice, the Independent Financial Adviser, the Registrar nor their respective ultimate beneficial owners, directors, officers, advisers, agents or associates, as applicable, or any other person involved in the Offer will be responsible for any loss or delay in transmission of such documents and remittances or any other liabilities that may arise as a result thereof.

ADDITIONAL INFORMATION

Your attention is drawn to the additional information regarding the Offer set out in the appendices to this Composite Document and the accompanying Form of Acceptance, which form part of this Composite Document. In addition, your attention is also drawn to the "Letter from the Board", the "Letter from the Independent Board Committee" and the letter of advice by the Independent Financial Adviser to the Independent Board Committee in respect of the Offer as set out in the "Letter from the Independent Financial Adviser" contained in this Composite Document, before deciding whether or not to accept the Offer.

If you are in doubt about your own tax or financial positions and, in case of any doubt in connection with the Offer, you should consult a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers.

Yours faithfully,
for and on behalf of
Octal Capital Limited

Alan Fung
Managing Director

Celina Yuen
Director

Yours faithfully,
for and on behalf of
Get Nice Securities Limited

Ng Hon Sau Larry
Director